

# POWER OF ATTORNEY

## INSURANCE COMPANY OF NORTH AMERICA

PHILADELPHIA, PA.

**Know all men by these presents:** That INSURANCE COMPANY OF NORTH AMERICA, a corporation of the Commonwealth of Pennsylvania, having its principal office in the City of Philadelphia, Pennsylvania, pursuant to the following Resolution adopted by the Board of Directors of the said Company on May 28, 1975, to wit:

"RESOLVED, pursuant to Articles 3.6 and 5.1 of the By-Laws, the following Rules shall govern the execution for the Company of bonds, undertakings, recognizances, contracts and other writings in the nature thereof:

(1) That the President, or any Vice-President, Assistant Vice-President, Resident Vice-President or Attorney-in-Fact, may execute for and in behalf of the Company any and all bonds, undertakings, recognizances, contracts and other writings in the nature thereof, the same to be attested when necessary by the Secretary, an Assistant Secretary or a Resident Assistant Secretary and the seal of the Company affixed thereto; and that the President or any Vice-President may appoint and authorize Resident Vice-Presidents, Resident Assistant Secretaries and Attorneys-in-Fact to so execute or attest to the execution of all such writings on behalf of the Company and to affix the seal of the Company thereto.

(2) Any such writing executed in accordance with these Rules shall be as binding upon the Company in any case as though signed by the President and attested by the Secretary.

(3) The signature of the President or a Vice-President and the seal of the Company may be affixed by facsimile on any power of attorney granted pursuant to this Resolution, and the signature of a certifying officer and the seal of the Company may be affixed by facsimile to any certificate of any such power, and any such power or certificate bearing such facsimile signature and seal shall be valid and binding on the Company.

(4) Such Resident Officers and Attorneys-in-Fact shall have authority to certify or verify copies of this Resolution, the By-Laws of the Company, and any affidavit or record of the Company necessary to the discharge of their duties.

(5) The passage of this Resolution does not revoke any earlier authority granted by Resolution of the Board of Directors on June 9, 1953."

does hereby nominate, constitute and appoint **ROBERT A. OPPELT, LARRY C. SUNDSTROM and WILLIAM L. HIGGINS**, all of the City of Los Angeles, State of California

, each individually if there be more than one named, its true and lawful attorney-in-fact, to make, execute, seal and deliver on its behalf, and as its act and deed any and all bonds, undertakings, recognizances, contracts and other writings in the nature thereof. And the execution of such writings in pursuance of these presents, shall be as binding upon said Company, as fully and amply as if they had been duly executed and acknowledged by the regularly elected officers of the Company at its principal office.

IN WITNESS WHEREOF, the said C. DANIEL DRAKE, Vice-President, has hereunto subscribed his name and affixed the corporate seal of the said INSURANCE COMPANY OF NORTH AMERICA this 20th day of December 19 77

INSURANCE COMPANY OF NORTH AMERICA

(SEAL)

by C. Daniel Drake  
Vice-President

STATE OF PENNSYLVANIA } ss.  
COUNTY OF PHILADELPHIA }

On this 20th day of December, A. D. 19 77, before me, a Notary Public of the Commonwealth of Pennsylvania, in and for the County of Philadelphia, came

C. DANIEL DRAKE, Vice-President of the INSURANCE COMPANY OF NORTH AMERICA to me personally known to be the individual and officer who executed the preceding instrument, and he acknowledged that he executed the same; that the seal affixed to the preceding instrument is the corporate seal of said Company; that the said corporate seal and his signature were duly affixed by the authority and direction of the said corporation, and that Resolution, adopted by the Board of Directors of said Company, referred to in the preceding instrument, is now in force.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Philadelphia, the day and year first above written.

Maureen Schell  
Notary Public.

My commission expires August 13, 1979

The undersigned, Assistant Secretary of INSURANCE COMPANY OF NORTH AMERICA, do hereby certify that the foregoing is a full, true and correct copy, in full force and effect.

In witness whereof, I have hereunto subscribed my name as Assistant Secretary, and affixed the corporate seal of the Corporation, this 1st day of February 19 79



STATE OF UTAH  
BOND OF LESSEE

KNOW ALL MEN BY THESE PRESENTS, that we TOSCO CORPORATION, as principal and INSURANCE COMPANY OF NORTH AMERICA as surety, are held and firmly bound unto the State of Utah in the sum of Eighty Thousand Seven Hundred and Seventy Five and 00/100 Dollars (\$80,775.00) lawful money of the United States to be paid to the State Land Board, as agent for the State of Utah, for the use and benefit of the State of Utah, and of any patentee or purchaser of any portion of the land covered by the hereinafter described lease heretofore sold or which may hereafter be sold with a reservation of the minerals to the State of Utah, on the surface or of other mineral deposits of any portion of such lands, for which payment will and truly to be made, we bind ourselves, and each of us, and each of our heirs, executors, administrators, successors, and assigns, jointly and severally by these presents.

Signed with our hands and seals this 1st day of February, in the year of our Lord, 1979.

The condition of the foregoing obligation is such that,

WHEREAS, the State of Utah, as lessor, issued an oil shale lease, Lease Number ML20645, and dated July 2, 1963 to John H. Morgan, Jr., Justhiem Petroleum Company and J. H. Morgan, Jr., as lessees (and said lease had been duly assigned under date of September 10, 1964 to Shell Oil Company, who in turn duly assigned to Tosco Corporation on December 5, 1977) to drill for, mine, extract and remove all of the oil shale deposits in and under the following described lands to-wit:

Section 2, Township 10 South, Range 21 East of the  
Salt Lake Meridian, Uintah County, Utah

NOW, THEREFORE, if said principal shall pay all moneys, rentals, and royalties accruing to the lessor under the terms of the above described lease, and shall fully comply with all other terms and conditions of said lease, the rules and regulations relating thereto established by the State Land Board, and the rules and regulations governing operating procedures, abandonment, and conservations practices promulgated by the Utah State Oil and Gas Conservation Commission as they now exist or may from time to time be modified or amended, and shall pay all damages to the surface and improvements thereon, then the above obligation shall be void and of no effect, otherwise to remain in full force and effect.

Signed, sealed and delivered  
in the presence of

Natalie Fulsis  
Witness

D. Laurence Langley  
Witness

TOSCO CORPORATION

By: [Signature] (SEAL)  
Principal Executive Vice President  
INSURANCE COMPANY OF NORTH AMERICA

BONDING COMPANY

By: [Signature]  
Robert A. Oppelt, Attorney-in-Fact

Attest: \_\_\_\_\_

Resident Agent \_\_\_\_\_

Bonding Co. Address: 4050 Wilshire Boulevard,  
Los Angeles, California, 90010

Corporate Seal of Bonding Company must be  
affixed.

Approved as to form and execution:

ROBERT B. HANSEN, ATTORNEY GENERAL